

**BEFORE THE PUBLIC SERVICE COMMISSION  
OF THE STATE OF DELAWARE**

IN THE MATTER OF THE APPLICATION	)	
OF DELMARVA POWER & LIGHT COMPANY,	)	
EXELON CORORPATION, PEPCO HOLDINGS	)	PSC DOCKET NO. 14-193
INC., PURPLE ACQUISITION CORPORATION,	)	
EXELON ENERGY DELIVERY COMPANY, LLC	)	
AND SPECIAL PURPOSE ENTITY, LLC	)	
FOR APPROVALS UNDER THE PROVISIONS	)	
OF 26 <i>Del. C.</i> §§ 215 AND 1016	)	
(FILED JUNE 18, 2014)	)	

**INTERVENOR JEREMY FIRESTONE'S REPLY IN SUPPORT SECOND MOTION TO  
COMPEL DISCOVERY**

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*Pro Se*

Intervenor Jeremy Firestone hereby moves the Senior Hearing Examiner to compel answers to admissions, answer to interrogatories and production of documents from Delmarva Power & Light Company (“Delmarva”), Pepco Holdings, Inc. (PHI), Exelon Corporation (“Exelon”), Exelon Energy Delivery Company, LLC, (“EEDC”) and Special Purpose Entity, LLC, (“SPE”) (collectively, “Joint Applicants”) which were served upon them on August 29, 2014. In support of its Motion, the following is provided:

**Background**

1. On August 29, 2014, I timely filed my Second Discovery Request, which included Requests for Admission, Interrogatories and Requests for Admissions.

2. On September 4, the Joint Applicants filed “amended/corrected” objections to Firestone’s Second Set of Discovery Requests.
3. Despite not relying on an army of lawyers, on September 5, 2014, consistent with the Scheduling Order in this matter, I filed a timely Second Motion to Compel. I rely on that Motion as well as this Reply.
4. According to the Scheduling Order, the Senior Hearing Examiner was to issue a decision on Motion on by noon, September 10, 2014.
5. Rather than issue a decision on the Motion, on September 11, 2014, the Senior Hearing Examiner invited the Joint Applicants to advise him on their position regarding briefing.
6. Later that day, on September 11, 2014, the Joint Applicants informed the Senior Hearing Examiner that they “intend to respond to that Motion on Monday, September 2014” and that is what they did without regard to the fact that Scheduling Order implicitly required that they the file any such response prior to September 10. As such, the Joint Applicants’ response is untimely.
7. The Joint Applicants characterize various aspects of the discovery as “objectionable,” “burdensome,” “argumentative,” “ridiculous,” a “misuse[,],” “conjecture,” “speculation,” “opinion,” “vague,” “irrelevant,” and “ambiguous.” That is a lot of adjectives to convey the notion that the Joint Applicants would rather not have to answer discovery and it suggests a strategy that is premised on saying something enough times and in enough ways in the hope that it becomes a self-fulfilling prophecy regardless of merit.

8. The Joint Applicants also object to the discovery because to them it is not “follow-up” discovery. In its plain meaning, when used as an adjective, “follow-up” means “done in order to find out more or do more about something.” See [http://www.ldoceonline.com/dictionary/follow-up\\_1](http://www.ldoceonline.com/dictionary/follow-up_1). Or “designed or serving to follow up, especially to increase the effectiveness of a previous action” <http://dictionary.reference.com/browse/follow-up>, or alternatively, “to try and get more information about” <http://www.learnersdictionary.com/definition/follow>. Clearly, my discovery was done to find out more about renewable energy, transmission, nuclear power, wind power, market and non-market based approaches, etc., all of which were inquired into during my first set of discovery (see Second Motion to Compel, paragraph 21, and to increase the effectiveness of my earlier discovery. As I noted in my Second Motion to Compel (paragraph 22) given than exceedingly short time period in which to file my first discovery request, “follow-up” has to be construed liberally to effectuate consideration of due process.
9. The Joint Applicants appear to pick and choose how and when to respond based on whether or not they believe obfuscation or clarity is in their interests. See Exhibit B. Compare:
- a. Response to Admission (RFA) 2, where the Joint Applicants make an admission regarding “market-based” approaches to electricity generation to RFA 19 to an instance where they are unable to admit or deny whether the Rock Island Clean Energy Line was “market-based,” because that term is “vague and ambiguous” and claim as well that the term “fair market value” is “vague and ambiguous” (RFA, 67).

- b. RFA 57 admitting the Nuclear PTC is a “non-market based” approach, while objecting to RFA 21 because that discovery request does not define the phrase “non-market transmission project.”
- c. RFA 58 admitting the Nuclear PTC is a subsidy, RFA 63, admitting that accelerated depreciation is subsidy and RFA 55 denying that Exelon supports laws and policies subsidizing nuclear power while in RFA 3 objecting that the term “subsidies” is “vague and ambiguous ... because that term is not defined.” See RFA 5 as well
- d. In RFA 18, the Joint Applicants admit that the Rock Island Clean Energy Line is a “merchant” line and in RFA 53 admit that its nuclear plants are not “load-following.” Although the Joint Applicants found the terms “merchant” and “load-following” to be clear (although not defined) they found “private commercial interests” (RFA, 10), “fiduciary obligations to shareholders,” (RFA, 12) and “in the best interest of Exelon’s shareholders” (RFA 40), “environmental impacts” (RFA, 69), and even the words “advantage” (RFA 65) and “supports” (RFAs 74, 76 and 77) to be “vague and ambiguous.”
- e. RFA 34, the phrase “wind power” is characterized as vague and ambiguous as it has not been defined, while a similar objection is not made about the term “nuclear power” in RFA 55, when Exelon denies that it supports laws and/or policies that subsidize such power. See also RFAs 59-62, 66, 69, 70 where the term “nuclear power” is used and the Joint Applicants do not object that it is vague or ambiguous and RFAs 1, 17, 23-28, 41, 45, 46, 69, and 76, where “wind power” is not objected to. More examples are found in the interrogatories.

10. The inconsistencies in the Joint Applicants' response can be seen as well when one compares to how it treats my discovery as compared to others. In response to DNREC Request 7, Exelon states that its position is "clear that subsidized generation distorts the marketplace and does not place all generation resources on a level playing field. This position has been voiced in various public forums and is widely available."
- Exhibit C. Exelon thus picks and chooses whose discovery it going to respond to.
11. Interrogatories 1 and 2 seek to follow-up on the RFA and are integral to the whole strategy of propounding RFAs, which are otherwise avoided substantively through "lawyering" (as they often were here) Those interrogatories provide:
1. With respect to every request for admission which you denied in whole or in part:
    - (a) State the facts that form the basis of your denial.
    - (b) Identify each person, including natural person, with knowledge of the facts that form the basis of your denial.
    - (c) Identify any documents that you contend support your denial.
    - (d) Identify any documents that may tend to undermine support for your denial.
  2. With respect to every request for admission that you give lack of information or knowledge as a reason for failure to admit or deny:
    - (a) Identify each person, including natural person, with knowledge related to the request for admission.
    - (b) Identify any documents related to the request for admission.
12. Rather than answer these interrogatories, the Joint Applicants object to them contending that they are "overly broad," "unduly burdensome," "irrelevant," and "vague and ambiguous," and "involve[] documents that would be overly cumulative, work product doctrine and attorney-client privilege."
13. It is unclear how something can be "overly cumulative" when you produce exactly zero documents in response to interrogatories 1 and 2. It is true that the Joint Applicants produced bio-sketches presumably in response to production request 2,

although not even that response was compliant, as the Joint Applicants were asked to produce a “CV or resume.” Perhaps the Joint Applicants found the terms “CV” and “resume” to be “vague and ambiguous” in that they were not defined, but one assumes that when they review job candidates they require a CV or resume and do not settle for a bio-sketch. See e.g., Exhibit D. The Joint Applicants should be required to produce the same here, if available.

14. While the Joint Applicants provided privilege logs to Staff and the Senior Hearing Examiner in response to a Staff discovery request and a dispute over the same, for me, the Joint Applicants merely stand on broad assertions of privilege, further highlighting the inconsistent manner in which the Joint Applicants treat discovery. Once again, the Joint Applicants pick and choose who to respond to and how.
15. The Joint Applicants appear to mock (See paragraph 33, on their Response in Opposition, where they contend interrogatory 35 is ridiculous, and that “it is obvious to anyone (except perhaps Mr. Firestone) that the Joint Applicants acknowledge the authority of the Commission” when, as they well know, I simply inquired about a statement the Joint Applicants’ own expert witness, Dr. Tierney made on page 7 of her direct testimony. Had I wanted to mock, or in the words of the Joint Applicants, be argumentative, I could have asked if it was “obvious to everyone other than Dr. Tierney...,” but ultimately, such an approach would have likely been counter-productive, and in event, would not be appropriate.
16. The Joint Applicants’ actions here are part of a pattern that includes: (a) reaching agreement on language for some discovery inquiries and then breaching that agreement; (b) failing to make timely objections and then interposing them after the

fact; (c) contending that there is no good cause for filing an alleged late pleading, without acknowledging in the same breadth they also lacked notice of the Order in question; (d) mocking an individual rather than admitting an error in the testimony of their own expert witness; and (e) picking and choosing when, how and to whom to respond to discovery requests.

17. As I explained in my Second Motion to Compel, my discovery goes to the heart of this matter—that is, whether a merger between Exelon and Pepco is consistent with the public interest and whether it is for a proper purpose.
18. Certainly, Delaware’s citizens have a right to have as free a market as possible in an arena where natural monopolies such as Exelon and Pepco conduct business.  
  
Whatever one’s view is of renewable energy mandates, once established, that right must include protection of the property rights of ratepayers—that is, paying the least cost for each form of renewable energy (e.g., solar, land-based wind, offshore wind power), after accounting for the relative benefits of a given technology.<sup>1</sup>
19. For those who support policies to develop additional renewable energy, the price of renewable power is highly relevant as well, as price affects demand.
20. One is rightfully concerned about the risk of a regulated market serving anything other than the individual ratepayer—in this case, the interests of Exelon’s shareholders, and of the risk, that the regulated market will be hijacked to serve as corporate welfare by another name.

WHEREFORE, for the reasons set forth above, Jeremy Firestone, pro se, respectfully

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<sup>1</sup> The overall least cost of a given technology is affected by a number of factors including, but not limited to, transmission, congestion, economic development, locational displacement of fossil fuels, size of the resource, economies of scale, etc. These factors can affect the relative merits of various renewable energy technologies as well.

requests the Senior Hearing Examiner to:

1. Grant the Second Motion to Compel Discovery
2. Reject the unequal, double-standard under which the Joint Applicants choose to respond to discovery.
3. Order the Joint Applicants to answer fully the discovery requests and produce documents and privilege logs as requested and required
4. Grant such other relief as is appropriate and just.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Jeremy Firestone". The signature is fluid and cursive, with the first name "Jeremy" and last name "Firestone" clearly distinguishable.

Jeremy Firestone  
September 16, 2014

## Exhibit B

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 1**

1. There has been an overbuild of wind power capacity.

**RESPONSE:**

A.

The Joint Applicants object to this request on grounds that it is vague and ambiguous in the use of the phrase “overbuild” because that phrase is not defined. Accordingly, Joint Applicants can neither admit nor deny.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 2**

2. Exelon advocates for market-based approaches to electricity generation

**RESPONSE:**

A.

The Joint Applicants object to this request on grounds that it is vague and ambiguous in the use of the phrase “market based” because that phrase is not defined. Without waiving any objection, admitted.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 3**

3. Exelon opposes subsidies for land-based wind power.

**RESPONSE:**

A.

The Joint Applicants object to this request on grounds that it is vague and ambiguous in the use of the term “subsidies” because that term is not defined. Without waiving any objection, the Joint Applicants respond as follows: Admit in part and deny in part. Exelon opposes the extension of the Federal PTC for land-based wind.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 4**

4. Exelon opposes the wind PTC.

**RESPONSE:**

A.

Admit.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 5**

5. State RPS laws are subsidies.

**RESPONSE:**

A.

See response to Firestone Set 2 RFA 3. Without waiving any objection, the Joint Applicants respond as follows: Admit that to the extent that the term “subsidies” as used here means above market payments, such state RPS laws could provide subsidies.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 6**

6. State RPS laws are non-market based approaches.

**RESPONSE:**

A.

See response to Firestone Set 2 RFA 2. Without waiving any objection, the Joint Applicants state as follows: Admit in part and deny in part. Admit in part that state RPS laws can lead to above market payment. Deny in part because procurement of RECs are a market based function.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 7**

7. RPS laws are a down payment toward a sound climate policy

**RESPONSE:**

A.

The Joint Applicants object to this request on grounds that it is vague and ambiguous in the use of the phrases: “down payment” and “sound climate policy,” as neither are defined. As such the Joint Applicants can neither admit nor deny.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 8**

8. Delaware's RPS is within the State of Delaware's right.

**RESPONSE:**

A.

The Joint Applicants object to this request on grounds that it is vague and ambiguous in the use of the phrase: "within the State of Delaware's right" and, to the extent the Joint Applicants understand this request, calls for a legal conclusion. As such the Joint Applicants can neither admit nor deny.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 9**

9. Exelon's purpose is to run a business and provide a return to shareholders while providing a product that consumers can use.

**RESPONSE:**

A.

The Joint Applicants object to this request on grounds that it is vague and ambiguous in the use of the phrases “purpose is to run a business” and “product that consumers can use” and, to the extent the Joint Applicants understand this request, it appears to call for a legal conclusion as to whether transmission, delivery, energy and the other services that Exelon utilities provide are “products” within the meaning of the law. As such the Joint Applicants can neither admit nor deny. Without waiving any objection, the Joint Applicants state as follows: Exelon runs a business and provides a return to shareholders while providing energy and services that consumers can use, but this is not the way that Exelon expresses its purpose. Exelon's mission is to be the leading diversified energy company – by providing reliable, clean, affordable and innovative energy products.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 10**

10. Exelon makes decisions to support or oppose modifications to RPS laws based on its private, commercial interests.

**RESPONSE:**

A.

The Joint Applicants object to this request on grounds that it is vague and ambiguous in the use of the phrase “private commercial interests” as that phrase and the terms therein are not defined. Without waving any objection, the Joint Applicants respond as follows: Admit in part, Exelon also makes decisions based on, among other things, the customer and public impacts of those proposed modifications.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 11**

11. RPS laws present a market and financial risk to Exelon.

**RESPONSE:**

A.

The Joint Applicants object to this request on grounds that it is vague and ambiguous in the use of the phrase “present a market and financial risk...” Without waving any objection, the Joint Applicants respond as follows: Denied as stated. Admit only that RPS laws impact markets in which Exelon operates.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 12**

12. Exelon makes decisions to support or oppose modifications to RPS laws based on its fiduciary obligations to shareholders.

**RESPONSE:**

A.

The Joint Applicants object to this request on grounds that it is vague and ambiguous in the use of the phrase “fiduciary obligations to shareholders” and to the extent it calls for a legal conclusion as to the obligations owed to shareholders. Without waving any objection, the Joint Applicants respond as follows: See response to Firestone Set 2 RFA 10.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 13**

13. Exelon is more interested in protecting the profitability of the large number of nuclear generation plants it owns than in advancing the interests of Delmarva Power ratepayers.

**RESPONSE:**

A.

Deny. See response to Firestone Set 2 RFA 9 and 10.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 14**

14. RPS is a non-market based approach.

**RESPONSE:**

A.

See response to Firestone Set 2 RFA 2. Without waiving any objections, see response to Firestone Set 2 RFA 6.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 15**

15. Delaware RPS plays favorites.

**RESPONSE:**

A.

The Joint Applicants object to this request on grounds that it is vague and ambiguous in the use of the phrase “plays favorites” and in that it is argumentative. As such the Joint Applicants can neither admit nor deny. Without waiving any objection, the Joint Applicants state as follows:

State RPS laws carve out particular types of generation for different treatment.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 16**

16. Exelon did not support the Rock Island Clean Energy Line, LLC's request to the Illinois Commerce Commission to issue RICEL a Certificate of Public Convenience and Necessity.

**RESPONSE:**

A.

Exelon (through ComEd ) recommended that the Commission dismiss the petition without prejudice (thus allowing Rock Island Clean Energy Line, LLC to refile) because critical facts concerning the project are not yet known. Please see the testimony and briefs filed with the Commission in Docket No . No. 12-0560.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 17**

17. The Rock Island Clean Energy Line if constructed would bring wind power to PJM.

**RESPONSE:**

A.

Exelon can neither admit nor deny this request. Rock Island Clean Energy Line, LLC has stated that an intended purpose of the line is to bring wind power to PJM but Exelon understands that the FERC has denied Rock Island Clean Energy Line, LLC's request to give a preference to wind energy.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 18**

18. The Rock Island Clean Energy Line is merchant line.

**RESPONSE:**

A.

Admit.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 19**

19. The Rock Island Clean Energy Line is a market-based transmission project.

**RESPONSE:**

A.

Neither admit nor deny. The term “market-based” is vague and ambiguous.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 20**

20. Exelon is considering seeking regulatory approval of a transmission line that would require regulators to force ratepayers to finance that transmission line through higher electric bills.

**RESPONSE:**

A.

The Joint Applicants object to this data request on grounds that it is argumentative, accusatory, vague and ambiguous in that it does not identify the “transmission line” or the “regulators” involved and is, in general, too lacking in basic information to enable the Joint Applicants to respond. As such the Joint Applicants can neither admit nor deny.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 21**

21. Exelon's transmission project is a non-market transmission project.

**RESPONSE:**

A.

The Joint Applicants object to this data request on grounds that it is vague and ambiguous in that it does not identify the "transmission line" and does not define the phrase "non-market transmission project." As such the Joint Applicants can neither admit nor deny.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 22**

22. Exelon's "Big Wind" scenario evaluated in its 2011 update of its 2020 planned was named "Big Wind" in part to create a negative impression of the wind industry.

**RESPONSE:**

A.

Deny.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 23**

23. The PTC has resulted in more wind power capacity being installed than if the PTC was never adopted.

**RESPONSE:**

A.

Joint Applicants object to this request on grounds that it calls for speculation. It is not possible to know what would have occurred if the PTC had not been adopted. As such the Joint Applicants can neither admit nor deny.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 24**

24. Renewing the PTC will result in more wind power capacity being installed than if the PTC is not renewed.

**RESPONSE:**

A.

Joint Applicants object to this request on grounds that it calls for speculation. It is not possible to know what will occur if the PTC is not renewed. As such the Joint Applicants can neither admit nor deny.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 25**

25. The spot market price of electricity is generally set by the marginal cost of supplying the next unit of electricity in a given hour.

**RESPONSE:**

A.

Neither admit nor deny, the spot market price of electricity in most organized markets is generally set by the marginal bid.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 26**

26. The law of supply and demand means that if less wind power capacity is installed the price of electricity to consumers will be greater.

**RESPONSE:**

A.

Joint Applicants object to this request on grounds that it calls for speculation. It is not possible to know what will happen to the price of electricity if less wind power capacity is installed. As such the Joint Applicants can neither admit nor deny.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 27**

27. If less wind power capacity is built, the law of supply and demand means that the price of RECs will increase.

**RESPONSE:**

A.

Joint Applicants object to this request on grounds that it calls for speculation. It is not possible to know what will happen to the price of RECs if less wind power capacity is installed. As such the Joint Applicants can neither admit nor deny.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 28**

28. If less wind power capacity is built, there is an increased likelihood that the REC price cap under Delaware law will be exceeded.

**RESPONSE:**

A.

Joint Applicants object to this request on grounds that it calls for speculation. It is not possible to know whether the REC price cap will be exceeded if less wind power capacity is installed. As such the Joint Applicants can neither admit nor deny.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 29**

29. If Exelon's position on the PTC prevails, Delmarva Power ratepayers will have to pay more to meet the REC obligation embodied in Delaware State Law than if it does not prevail

**RESPONSE:**

A.

Joint Applicants object to this request on grounds that it calls for speculation. It is not possible to know what effect, if any, non-renewal of the PTC will have upon the cost of Delaware RPS compliance. As such the Joint Applicants can neither admit nor deny.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 30**

30. If Exelon's position on the PTC prevails, there is an increased likelihood that the REC price cap under Delaware law will be exceeded.

**RESPONSE:**

A.

Joint Applicants object to this request on grounds that it calls for speculation. It is not possible to know what effect, if any, non-renewal of the PTC will have upon whether the REC price cap will be exceeded. As such the Joint Applicants can neither admit nor deny.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 31**

31. If Exelon's position on the PTC prevails, Delmarva Power ratepayers will have to pay more for electricity.

**RESPONSE:**

A.

Joint Applicants object to this request on grounds that it calls for speculation. It is not possible to know what happen to the price of electricity if the PTC is not renewed for wind. As such the Joint Applicants can neither admit nor deny.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 32**

32. The benefits of electricity from renewable energy resources accrue to the public at large.

**RESPONSE:**

A.

The Joint Applicants object to this request on grounds that it calls for a legal conclusion. This request for admission is a direct quote from the "Renewable Energy Portfolio Standards Act," 26 *Del.C.* § 351 (b) which provides: “the benefits of electricity from renewable energy resources accrue to the public at large...”

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 33**

33. Electric suppliers and consumers share an obligation to develop renewable energy resources in the electricity supply portfolio of the state of Delaware.

**RESPONSE:**

A.

The Joint Applicants object to this request on grounds that it calls for a legal conclusion. This request for admission is a direct quote from the "Renewable Energy Portfolio Standards Act," 26 *Del.C.* § 351 (b) which provides: “electric suppliers and consumers share an obligation to develop a minimum level of these resources in the electricity supply portfolio of the state.”

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 34**

34. If the Rock Island Clean Energy Line is built, wind power will cost less in PJM than if it were not built.

**RESPONSE:**

A.

Joint Applicants object to this request on grounds that it is vague and ambiguous in the use of the phrase “wind power” in that the phrase has not been defined, that it is irrelevant to the issues before the Commission in this proceeding, and that it calls for speculation. It is not possible to know what effect, if any, construction of the Rock Island Energy Line will have on the cost of “wind power” in PJM. As such the Joint Applicants can neither admit nor deny.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 35**

35. If the Rock Island Clean Energy Line is built, Delmarva Power ratepayers will have to pay less to meet the REC obligation embodied in Delaware State Law.

**RESPONSE:**

A.

Joint Applicants object to this request on grounds that it calls for speculation and that it is irrelevant to the issues before the Commission in this proceeding. It is not possible to know at this time what effect, if any, construction of the Rock Island Energy Line will have on the cost to achieve RPS compliance in Delaware. As such the Joint Applicants can neither admit nor deny.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 36**

36. If the Rock Island Clean Energy line is built, there will be less coal generation in western PJM

**RESPONSE:**

A.

Joint Applicants object to this request on grounds that it calls for speculation and that it is irrelevant to the issues before the Commission in this proceeding. It is not possible to know at this time what effect, if any, construction of the Rock Island Energy Line will have on the amount of coal generation in PJM. As such the Joint Applicants can neither admit nor deny.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 37**

37. If the Rock Island Clean Energy line is built, there will be less coal generation upwind of Delaware.

**RESPONSE:**

A.

Joint Applicants object to this request on grounds that it is vague and ambiguous in the use of the phrase “upwind of Delaware” and in that it calls for speculation. It is not possible to know at this time what effect, if any, construction of the Rock Island Energy Line will have on the amount of coal generation in PJM. As such the Joint Applicants can neither admit nor deny.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 38**

38. Energy efficiency measures reduce electricity demand.

**RESPONSE:**

A.

Admit in part, deny in part. Some energy efficiency measures, such as certain energy efficient lighting can reduce electricity demand, compared to what the customers demand would be without such measures, all other factors remaining the same. However, the overall demand of the grid is a function of many factors, including economic prosperity, energy prices, public policy and other factors, and it is not possible to conclude that energy efficiency alone would result in reduced electricity demand.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 39**

39. A reduction in demand for electricity reduces market prices for electricity, all other things being equal.

**RESPONSE:**

A.

Joint Applicants object to this request on grounds that it calls for speculation. Without waiving any objection, the Joint Applicants respond as follows: Admit generally speaking, all other things being equal.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 40**

40. Energy efficiency is not in the best interest of Exelon's shareholders.

**RESPONSE:**

A.

Joint Applicants object to this request on grounds that it is vague and ambiguous in the use of the phrase "in the best interest of Exelon's shareholders" and in that it calls for speculation. Without waiving any objection, the Joint Applicants respond as follows:

Deny. Exelon is a leader in offering energy efficiency products, both through its utilities and its Constellation competitive business.

For additional information, please refer to the 2013 Exelon Corporation Sustainability Report at page 37:

Through the ComEd and PECO Smart Ideas® programs and similar BGE Smart Energy Savers Program®, our utilities have helped our customers save more than 14 million MWh of energy over the past three years through home energy audits, lighting discounts, appliance recycling, home improvement rebates and equipment upgrade incentives. For example, through incentives provided by the BGE Smart Energy Savers Program, Towson University in Maryland was able to install high-efficiency lighting fixtures, occupancy sensors and energy efficiency climate controls throughout the university's new 300,000-square-foot College of Liberal Arts building, the new 86,000-square-foot West Village commons facility and a new parking garage. Due to the

incentives provided through BGE's Energy Solutions for Business Program, the university saved nearly \$125,000 during the construction of the new parking garage, and anticipates more than \$580,000 in energy savings annually upon completion of the academic and West Village facilities.

And the 2013 Exelon Corporation Sustainability Report at page 42:

Exelon's retail business unit, Constellation, provides energy products and services to 100,000 business, public sector and government customers and more than 1 million residential customers, in 46 states to shop for competitively priced electric power and natural gas, and offered customers innovative products and bundled solutions to meet their energy and energy management needs. This business provides the platform for Exelon's growth in competitive markets.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 41**

41. When new wind power capacity is constructed in PJM and wind power is subsequently generated, all or most of the generation displaced is from coal, natural gas and oil-fueled plants.

**RESPONSE:**

A.

Neither admit nor deny. There are many factors that impact what generation is displaced at a particular location or time and Exelon cannot speculate on this broad assumption.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 42**

42. When new wind power capacity is constructed in western PJM and wind power is subsequently generated, some of the fossil fuel generation displaced is upwind of Delaware.

**RESPONSE:**

A.

Joint Applicants object to this request on grounds that it is vague and ambiguous in the use of the phrase “upwind of Delaware” and in that it calls for speculation. As such the Joint Applicants can neither admit nor deny.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 43**

43. When new wind power capacity is constructed in western PJM and wind power is subsequently generated, there are air quality benefits for Delaware.

**RESPONSE:**

A.

Joint Applicants object to this request on grounds that it is vague and ambiguous in that it does not identify: (a) the amount of “wind power capacity,” (b) the amount of wind generation or the length of time that the generation occurs, (c) whether any other resource is displaced as a result of the wind generation and if so, (d) where that resource is, (e) what the displaced resource is and (f) for how long it is displaced. As such the Joint Applicants can neither admit nor deny.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 44**

44. The PTC has benefitted states beyond those that have mandatory RPS.

**RESPONSE:**

A.

Joint Applicants object to this request on grounds that it is vague and ambiguous in the use of the phrase “has benefitted states” in that it does not identify what the “benefits” are and in that it calls for speculation. As such the Joint Applicants can neither admit nor deny.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 45**

45. More than 10,000MW of installed capacity of wind power are in the eight states and two territories that have a voluntary RPS.

**RESPONSE:**

A.

The Joint Applicants object to this request on grounds of relevance and to the extent the Joint Applicants are without information and knowledge necessary to admit or deny. By way of further response, and without waiving any objection, the Joint Applicants respond as follows: Neither admit nor deny. Exelon has not conducted the analysis needed to attempt to admit or deny this request.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 46**

46. More than 3000MW of installed capacity of wind power in the states without voluntary or mandatory RPS.

**RESPONSE:**

A.

See response to Firestone Set 2 RFA 45.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 47**

47. Siemens Wind Power is headquartered in Florida.

**RESPONSE:**

A.

The Joint Applicants object to this request of grounds of relevance and to the extent the Joint Applicants are without sufficient knowledge or information necessary to admit or deny this request.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 48**

48. Next Era Energy Resources is headquartered in Florida

**RESPONSE:**

A.

The Joint Applicants object to this request on grounds of relevance.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 49**

49. General Electric has a wind turbine manufacturing facility in South Carolina

**RESPONSE:**

A.

The Joint Applicants object to this request of grounds of relevance.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 50**

50. The large wind turbine drivetrain testing facility is in South Carolina.

**RESPONSE:**

A.

The Joint Applicants object to this request of grounds of relevance and on grounds that it is vague and ambiguous in that it does not identify who owns or operates “the large wind turbine drive train testing facility in South Carolina.”

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 51**

51. Neither Florida nor South Carolina has an RPS law.

**RESPONSE:**

A.

The Joint Applicants object to this request of grounds of relevance and that it would require the Joint Applicants to engage in legal research on behalf of this intervener and to make a legal conclusion concerning the laws of other states.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 52**

52. Many nuclear plants in France are load-following.

**RESPONSE:**

A.

The Joint Applicants object to this request of grounds of relevance.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 53**

53. Exelon's nuclear plants are not load-following.

**RESPONSE:**

A.

Admit. Exelon's nuclear plants are not "load following".

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 54**

54. If Exelon's nuclear plants were load-following, Exelon could mitigate harm caused to it by negative LMPs.

**RESPONSE:**

A.

Neither admit nor deny. Exelon's nuclear plants are not load-following and we cannot speculate on such a hypothetical assumption that assumes that they are.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 55**

55. Exelon supports laws and/or policies that subsidize nuclear power.

**RESPONSE:**

A.

Denied as stated. See response to Firestone Set 2 RFA 56, 61, and 64.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 56**

56. Exelon supports the nuclear PTC.

**RESPONSE:**

A.

Admit there is a nuclear PTC in the Energy Policy Act of 2005 that Exelon has stated publicly it does not intend to utilize the nuclear PTC.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 57**

57. The nuclear PTC is a non-market based approach.

**RESPONSE:**

A.

Admit.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 58**

58. The nuclear PTC is a subsidy.

**RESPONSE:**

A.

Admit to the extent that the nuclear PTC is utilized.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 59**

59. Nuclear power is a mature industry.

**RESPONSE:**

A.

Neither admit nor deny. Parts of the industry are established and have operated successfully for many years. However, new technologies are emerging that have led to updates and recent construction of new nuclear generation plants.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 60**

60. The Price Anderson Act of 1957, as amended, results in lower prices for nuclear power.

**RESPONSE:**

A.

Neither admit nor deny. There are many factors that impact this outcome and Exelon cannot speculate on this broad assumption. Prices are determined by the market.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 61**

61. The Price Anderson Act of 1957, as amended, subsidizes nuclear power.

**RESPONSE:**

A.

Deny. Price-Anderson is not a subsidy, but an insurance program under which not a single federal dollar has been paid out and that would facilitate prompt payment of claims in the event of a nuclear incident, avoiding the potential for years of litigation during which claims could go unpaid.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 62**

62. The Price Anderson Act of 1957, as amended, does not treat all carbon-free resources equally.

**RESPONSE:**

A.

Admit. The Act only deals with nuclear power and does not address other resources.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 63**

63. Accelerated depreciation of new nuclear plants is a subsidy.

**RESPONSE:**

A.

Admit in part, deny in part, accelerated depreciation is available to all generation sources.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 64**

64. Exelon supports loan guarantees for new nuclear plants.

**RESPONSE:**

A.

Neither admit nor deny. Exelon has supported loan guarantees for new nuclear plants as part of a broader Federal program to promote the construction of the first new nuclear plants in over two decades using first-of-a-kind technologies. In fact, Exelon Generation submitted an application for a loan guarantee with the Department of Energy. With four new reactors under construction by others, Exelon believes the loan program has served its purpose and should be phased out for all technologies.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 65**

65. Loan guarantees for new nuclear plants create an advantage for new nuclear generation.

**RESPONSE:**

A.

Exelon objects to this request on the grounds that it is vague and ambiguous in the use of the term “advantage” in that the term is not defined. Neither admit nor deny. Loan guarantees are provided under current law for certain situations.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 66**

66. Nuclear power has social costs.

**RESPONSE:**

A.

Joint Applicants object to this request on grounds that it is vague and ambiguous in the use of the phrase: “social costs” as that phrase is not defined. Without waiving any objection, the Joint Applicants respond as follows: Neither admit nor deny. The term “social costs” is vague and ambiguous. All generation has public impacts.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 67**

67. Exelon does not pay the fair market value for water for the majority of its thermal generation plants, including nuclear.

**RESPONSE:**

A.

Joint Applicants object to this request on grounds that it is vague and ambiguous in the use of the phrase: “fair market value for water,” is argumentative and lacks relevancy to the matters before the Commission in this docket. As such, Joint Applicants neither admit nor deny.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 68**

68. The operation of Exelon's thermal generation plants results in the entrainment and impingement of fish and fish larvae.

**RESPONSE:**

A.

The Joint Applicants object to this request of grounds of relevance. Without waiving any objection, the Joint Applicants respond as follows: Generally speaking, admit.

Exelon's thermoelectric generating stations rely on cooling water to produce electricity. To minimize entrainment and impingement occurrences, Exelon power plants implement a variety of measures, including reducing the flow velocity of the cooling water withdrawal and installing equipment to capture aquatic organisms at the intake structure and return them safely to the water body.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 69**

69. The environmental impacts of nuclear power are greater than the environmental impacts of wind power.

**RESPONSE:**

A.

Exelon objects to this request on grounds that it is vague and ambiguous in the use of the phrase “environmental impacts” in that the phrase is not defined and in that the request is argumentative. All generation has public and environmental impacts and Exelon cannot respond further due to the vagueness of the request.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 70**

70. Exelon supports subsidies for nuclear power.

**RESPONSE:**

A.

See response to Firestone Set 2 RFA 55.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 71**

71. The organization “Nuclear Matters” was set up by Exelon.

**RESPONSE:**

A.

Exelon objects to this request in that it is vague and ambiguous in the use of the phrase “set up.” Without waiving any objection, Exelon admits that it is one of the original supporters of Nuclear Matters.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 72**

72. The organization “Nuclear Matters” is controlled by Exelon.

**RESPONSE:**

A.

Deny. A cross-section of individuals, organizations, and businesses have come together to support Nuclear Matters because of a shared interest in educating the public about the need to preserve the nation’s existing nuclear plants and the substantial reliability, economic, and environmental benefits they provide.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 73**

73. A purpose of the proposed all-cash transaction for PHI was to be able to exert greater influence on renewable energy policies in states within PJM.

**RESPONSE:**

A.

The Joint Applicants object to this request on grounds that it is argumentative and accusatory. Without waiving any objection, the Joint Applicants respond as follows:

Denied. From the merger announcement: “This all-cash transaction offers \$27.25 per share of Pepco Holdings stock. The combination of companies will be highly accretive to Exelon’s earnings starting in the first full year after close, and will be cash flow accretive. It also maintains Exelon’s upside to power market improvements while supporting its balanced and integrated business model. This transaction will create the leading mid-Atlantic electric and gas utility, one that is diversified across a number of regulatory jurisdictions, with a strong combined credit profile upon close and significant opportunities for continued improvement over time.”

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 74**

**B. Directed to PEPCO**

74. Pepco supports the Delaware RPS law.

**RESPONSE:**

A. PHI objects to this request on grounds that it is vague and ambiguous in the use of the term “supports.” Without waiving any objection, it is admitted that Delmarva Power, a PHI affiliate, complies with and supports compliance with the RPS law in Delaware.

SPONSOR: William M. Gausman

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 75**

75. Pepco does not oppose renewal of the wind PTC.

**RESPONSE:**

A. Denied as stated. PHI has not taken a position on this issue.

SPONSOR: PHI

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 76**

76. Pepco supports more wind power capacity regardless of its effect on the profitability of nuclear generation.

**RESPONSE:**

A. PHI objects to this request on grounds that it is vague and ambiguous in the use of the term “supports.” Denied as stated. PHI has not taken a position on this issue.

SPONSOR: PHI

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
REQUESTS FOR ADMISSION NO. 77**

77. Pepco supports more solar power capacity regardless of its effect on the profitability of nuclear generation.

**RESPONSE:**

A. PHI objects to this request on grounds that it is vague and ambiguous in the use of the term “supports.” Denied as stated. PHI has not taken a position on this issue.

SPONSOR: PHI

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 1**

**INTERROGATORIES**

1. With respect to every request for admission which you denied in whole or in part:
  - (a) State the facts that form the basis of your denial.
  - (b) Identify each person, including natural person, with knowledge of the facts that form the basis of your denial.
  - (c) Identify any documents that you contend support your denial.
  - (d) Identify any documents that may tend to undermine support for your denial.

**RESPONSE:**

A.

Previously Asserted Objections:

- (b) Overly broad, unduly burdensome.
- (c) Overly broad, unduly burdensome, involves documents that would be overly cumulative, work product doctrine and attorney-client privilege.
- (d) Overly broad, unduly burdensome, involves documents that would be overly cumulative, work product doctrine and attorney-client privilege.

See objections previously asserted. In response to (a), with respect to each request for admission that the Joint Applicants denied in whole or in part, the basis for the denial is included in the response to the request for admission.

SPONSOR: PHI / Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 2**

2. With respect to every request for admission that you give lack of information or knowledge as a reason for failure to admit or deny:

- (a) Identify each person, including natural person, with knowledge related to the request for admission.
- (b) Identify any documents related to the request for admission.

**RESPONSE:**

A.

Previously Asserted Objections:

- (a) Overly broad, unduly burdensome, irrelevant.
- (b) Overly broad, unduly burdensome, vague and ambiguous, involves documents that would be overly cumulative, work product doctrine and attorney-client privilege.

Without waiving any objection, see objections and responses to requests for admission and response to Firestone Set 1 Q 28.

SPONSOR: PHI / Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 3**

3. With respect to every request for admission that you object to in whole or in part, state the basis for each and every objection.

**RESPONSE:**

A. With respect to each request for admission to which the Joint Applicants objected, the basis for the objection is included in the response to the request for admission.

SPONSOR: PHI / Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 4**

4. Of the total MWs of wind generation owned by Exelon, how many MW are at wind project that was commissioned prior to Exelon's ownership and how many MW are at a wind project that was commissioned during Exelon's ownership.

**RESPONSE:**

A. Exelon has 1300 MW in its wind fleet. Exelon acquired 735 MW that were in production prior to Exelon's ownership. In addition, Constellation had 70 MW that were in production prior to the Exelon-Constellation merger. Exelon has built 494 MW at 7 sites commissioned during Exelon's ownership. There are presently 90 MW under construction at 2 sites scheduled for commercial operation in 2014.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 5**

5. Please explain in detail the relationship between Exelon and Nuclear Matters, including any role Exelon played in setting up Nuclear Matters, the extent of funding and control Exelon exercises over Nuclear Matters, and why Exelon uses Nuclear Matters to advance nuclear power policy rather than or in addition to advancing nuclear power itself.

**RESPONSE:**

A.

Objection: Overly broad, unduly burdensome and irrelevant to the matters before the Delaware Commission. Generation and wholesale power issues are subject to the jurisdiction of the Federal Energy Regulatory Commission (“FERC”) and other regulatory agencies and entities. The details requested in this interrogatory are irrelevant to the matters before the Delaware Commission in this docket, outside the jurisdiction of the Commission, and are overly broad and unduly burdensome. Without waiving any objection, the Joint Applicants respond as follows: Exelon is a supporter of Nuclear Matters. A cross-section of individuals, organizations, and businesses have come together to support Nuclear Matters because of a shared interest in educating the public about the need to preserve the nation’s existing nuclear plants and the substantial reliability, economic, and environmental benefits they provide.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 6**

6. Was the Pepco Board of Directors apprised of Exelon's positions on:
- (a) The wind PTC;
  - (b) State RPS laws;
  - (c) The Rock Island Clean Energy Line
  - (d) Exelon's role in Nuclear Matters

**RESPONSE:**

- A. No
- B. No
- C. No
- D. The Joint Applicants object to this request on grounds that it is vague and ambiguous in the use of the phrase: "Exelon's role in Nuclear Matters." Without waiving any objection, No, the PHI Board of Directors was not apprised of "Exelon's role in Nuclear Matters."

SPONSOR: PHI

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 7**

7. Please identify and provide a detailed description of any communications or conversations Exelon has had with Pepco during the course of the merger discussions regarding wind power, the wind PTC or RPS laws.

**RESPONSE:**

A. Object to the extent this request involves communications protected by the attorney/client privilege and on grounds of relevance and jurisdiction detailed in the response to Firestone Set 2 Interrogatory 5. Without waiving any objections, the Joint Applicants respond: Exelon had no communications or conversations with Pepco in the course of the merger discussions regarding wind power, the wind PTC or RPS laws.

SPONSOR: PHI

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 8**

8. Please identify and provide a detailed description of any communications or conversations or information relied on by Exelon's Board of Directors in consideration of the merger between Exelon and Pepco related to wind power, the wind PTC, state RPS laws or Exelon's nuclear power plants.

**RESPONSE:**

A. There were no communications or conversations or information relied on by Exelon's Board of Directors in consideration of the merger between Exelon and Pepco related to wind power, the wind PTC, state RPS laws or Exelon's nuclear power plants.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 9**

9. Please identify and provide a detailed description of any communications or conversations or information relied on by Pepco's Board of Directors in consideration of the merger between Exelon and Pepco related to wind power, the wind PTC, state RPS laws or Exelon's nuclear power plants.

**CONFIDENTIAL RESPONSE:**

A. This response is Confidential and can be found in the Confidential portion of the Delaware Discovery Data Room.

SPONSOR: PHI

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 10**

10. Please identify and provide a detailed description of any communications, including studies, that were not included in materials distributed to Exelon's Board of Directors, but were developed or occurred in support of presentations made, and provided to Senior Management on the merger between Exelon and Pepco related to wind power, the wind PTC, state RPS laws or Exelon's nuclear power plants.

**RESPONSE:**

A. There were no communications or studies that were not included in materials distributed to Exelon's Board of Directors, but were developed or occurred in support of presentations made and provided to Senior Management on the merger between Exelon and Pepco related to wind power, the wind PTC, state RPS laws or Exelon's nuclear power plants.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 11**

11. Please identify and provide a detailed description of any communications, including studies, that were not included in materials distributed to Pepco's Board of Directors, but were developed or occurred in support of presentations made, and provided to Senior Management on the merger between Exelon and Pepco related to wind power, the wind PTC, state RPS laws or Exelon's nuclear power plants.

**CONFIDENTIAL RESPONSE:**

A. This response is Confidential and can be found in the Confidential portion of the Delaware Discovery Data Room.

SPONSOR: PHI

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 12**

12. Did the Pepco Board of Trustees take into account in any manner Exelon's positions on any of the following when considering whether to merge with Exelon?:

- (a) The wind PTC
- (b) State RPS laws
- (c) Transmission of clean energy
- (d) The relationship between wind energy and the profitability of Exelon's nuclear power plants.

**RESPONSE:**

A. Object to the extent this request involves communications protected by the attorney/client privilege and on grounds of relevance and jurisdiction detailed in the response to Firestone Set 2 Interrogatory 5. Without waiving any objection, the Joint Applicants respond as follows:

- A. No
- B. No
- C. No
- D. See response to Firestone Set 2 Interrogatory 9.

SPONSOR: PHI

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 13**

13. If Pepco's Board of Trustees did take into account in any manner Exelon's positions on the wind PTC, State RPS law, transmission of clean energy or the relationship between wind energy and the profitability of Exelon's nuclear power plants, please identify in detail and explain how and when.

**RESPONSE:**

A. Object to the extent this request involves communications protected by the attorney/client privilege and on grounds of relevance and jurisdiction detailed in the response to Firestone Set 2 Interrogatory 5. Without waiving any objection, the Joint Applicants respond as follows: Not applicable.

SPONSOR: PHI

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 14**

14. Did Pepco's Board of Trustees take into account, consider and/or determine that the merger would be fair to and in the best interests of ratepayers/customers?

(a) If the answer is a qualified or unqualified "Yes," identify in detail and explain how and when it took such fairness and interests into account.

(b) If the answer is anything other than an unqualified "Yes," identify in detail and explain why not.

**RESPONSE:**

A. Object to the extent this request involves communications protected by the attorney/client privilege. Without waiving any objection the Joint Applicants respond as follows:

The PHI Board considered the impact on customers in conjunction with its analysis of the likelihood of obtaining all required regulatory approvals, and included in its consideration Exelon's regulatory commitments outlined in Exhibit B of the merger agreement. The commitments, included but were not limited to the following:

- Commitment to increase system reliability
- Creation of a \$100 million fund (approximately \$50 per customer) to be utilized across PHI's service territory for customer benefits
- Commitment to continue annual charitable contributions for 10 years at current levels

SPONSOR: PHI

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 15**

15. Please identify and provide a detailed description of any communications, including studies, that have occurred as part of the merger integration, including those of the merger integration team, related to wind power, the wind PTC, or state RPS laws.

**RESPONSE:**

A. No communications or studies have been conducted as part of the merger integration process related to wind power, the wind PTC, or state RPS laws.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 16**

16. Please identify and provide a detailed description of any communications, including studies, that have occurred as part of the merger integration, including those of the merger integration team, related to Exelon's generation assets, including, but not limited to its, nuclear power plants.

**RESPONSE:**

A. No communications or studies have been conducted as part of the merger integration process related to Exelon's generation assets.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 17**

17. Please identify and provide a detailed description and explain how, if at all, the merger integration team has taken into account customer/ratepayers interests in renewable energy in its integration decisions.

**RESPONSE:**

A. The merger integration team has not considered any changes to the ways in which the combined company and its affiliates will meet renewable energy requirements in Delaware. Delmarva Power & Light will continue to meet its renewable portfolio standard (“RPS”) requirements through processes and procedures approved by the Delaware Public Service Commission and pursuant to applicable Delaware Laws and Regulations.

With respect to any Delaware RPS obligations that the combined company’s subsidiaries may incur, Exelon will continue to meet such obligations through transfers/retirements of Delaware RPS-eligible renewable energy credits (“RECs”) in the PJM Generation Attributes Tracking System, and through the payment of alternative compliance payments (“ACPs”) for any shortfall in RECs. These RECs may be acquired through various means including, but not limited to, purchases from third-party renewable generators, transfers from generation owned by Exelon subsidiaries, and purchases from other marketers trading RECs in the normal course.

SPONSOR: Denis O’Brien

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 18**

18. Considering existing Pepco practices on renewable energy generation, would you describe the merger philosophy as “retain as is”?

(a) If the answer is anything other than an unqualified “Yes,” identify the ways in which practices would change.

**RESPONSE:**

A. The Joint Applicants have not considered changes to “existing Pepco practices on renewable energy generation” in Delaware. While it is possible that some changes may be appropriate, it is too early in the merger integration process to state what, if any, changes could occur.

Please also refer to the Joint Applicants’ response to Firestone Set 2 No. 17.

SPONSOR: Denis O’Brien

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 19**

19. Considering existing Pepco practices on energy efficiency, would you describe the merger philosophy as “retain as is”?

(a) If the answer is anything other than an unqualified “Yes,” identify the ways in which practices would change.

**RESPONSE:**

A. The Joint Applicants have not considered changes to “existing Pepco practices on energy efficiency” in Delaware. While it is possible that some changes may be appropriate, it is too early in the merger integration process to state what, if any, changes could occur. With respect to recent legislative changes in Delaware concerning energy efficiency, *see* the Joint Applicants’ responses to interrogatories propounded by the Delaware SEU which address that recently passed legislation.

SPONSOR: Denis O’Brien

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 20**

20. Considering existing Pepco practices on demand response, would you describe the merger philosophy as “retain as is”?

(a) If the answer is anything other than an unqualified “Yes,” identify the ways in which practices would change.

**RESPONSE:**

A. The Joint Applicants have not considered changes to “existing Pepco practices on demand response” in Delaware. While it is possible that some changes may be appropriate, it is too early in the merger integration process to state what, if any, changes could occur.

SPONSOR: Denis O’Brien

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 21**

21. For each of the following, Exelon identify the percentage generation in MWh/year for each of the past five years of Exelon-owned generation assets

- (a) Nuclear
- (b) Natural gas
- (c) Coal
- (d) Oil
- (e) Hydropower
- (f) Wind
- (g) Solar
- (h) Landfill gas
- (i) Other

**RESPONSE:**

A.

	<b>2009</b>	<b>2010</b>	<b>2011</b>	<b>2012</b>	<b>2013</b>
Nuclear	93.20%	92.97%	92.31%	81.45%	79.30%
Natural Gas	1.11%	1.14%	1.54%	11.98%	11.73%
Coal	4.75%	5.06%	3.34%	3.92%	4.98%
Oil	0.02%	0.03%	0.02%	0.01%	0.01%
Oil/Gas	0.00%	0.00%	0.00%	0.19%	0.33%
Hydropower	0.92%	0.80%	1.43%	0.78%	1.01%
Landfill Gas	0.00%	0.00%	0.00%	0.15%	0.12%
Other	0.00%	0.00%	0.00%	0.00%	0.02%
Solar	0.00%	0.01%	0.01%	0.04%	0.33%
Wind	0.00%	0.00%	1.35%	1.48%	2.17%

Reflects generation output at proportionate ownership per Exelon 10-K.

Does not include ownership through equity method investments (e.g.CENG).

Includes results for Constellation business transferred to Exelon effective March 12, 2012.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 22**

22. Explain the rationale for Pepco abandoning the integrated utility model with the sale of Conectiv.

**RESPONSE:**

A. The premise of the question is invalid. Pepco Holdings, Inc (“PHI”) did not “abandon[] the integrated utility model with the sale of Conectiv.” The “integrated utility model” effectively ended in Delaware with restructuring (also known as “deregulation of supply”). *See 26 Del.C. §1001 et. seq.* Delmarva Power was not an “integrated utility” when Conectiv Energy was sold to Calpine in 2010.

SPONSOR: PHI

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 23**

23. With regard to the increase in total leaks repaired per 100 miles of main and service from 2012 to 2013 for Constellation, please indicate the reason for the more than 12 percent increase and indicate whether the increase was statistically significant.

**RESPONSE:**

A. The increase in the BGE leak rate in 2013 as compared to 2012, is primarily attributable to the following factors:

- Colder weather in 2013, as compared to 2012, led to an increase in the number of leaks from cast iron mains on BGE's gas distribution system.
- The number of customer-reported leaks increased due to BGE's Public Awareness Program.
- There were an increased number of leaks on outmoded infrastructure.

On an annual basis, BGE evaluates its leak data to determine trends and causes of leaks on the gas distribution system. Although BGE has not performed an analysis to determine if the leak rate increase between 2012 and 2013 is statistically significant, the increase is consistent with trends observed in recent years.

SPONSOR: Calvin G. Butler, Jr.

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 24**

24. Did Exelon support or oppose Senator Bingham's American Clean Energy Leadership Act of 2009, S. 1462? Please identify the reason(s) why. Who did Exelon hire as a lobbyist in regard to the same? What reports if any were prepared for Exelon?

**RESPONSE:**

A.

Exelon has not taken a formal position, nor did Exelon hire a lobbyist in regard to the same. No such reports exist.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 25**

25. Did Pepco support or oppose Senator Bingham's American Clean Energy Leadership Act of 2009, S. 1462? Please identify the reason(s) why. Who did Pepco hire as a lobbyist in regard to the same? What reports if any were prepared for Pepco?

**RESPONSE:**

A. PHI took no position on this legislation, nor did PHI hire a lobbyist in regard to the same.  
No such reports exist.

SPONSOR: PHI

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 26**

26. Does Exelon support or oppose Senator Coon's Master Limited Partnerships Parity Act? Please identify the reason(s) why. Who did Exelon hire as a lobbyist in regard to the same? What reports if any were prepared for Exelon?

**RESPONSE:**

A.

Exelon has not taken a formal position, nor did Exelon hire a lobbyist in regard to the same. No such reports exist.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 27**

27. Does Pepco support or oppose Senator Coon's bill, Master Limited Partnerships Parity Act? Please identify the reason(s) why. Who did Exelon hire as a lobbyist in regard to the same? What reports if any were prepared for Pepco?

**RESPONSE:**

A. PHI took no position on this legislation, nor did PHI hire a lobbyist in regard to the same.  
No such reports exist.

SPONSOR: PHI

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 28**

28. Does Exelon support or oppose Senator Carper's bill, Incentivizing Offshore Wind Power Act? Please identify the reason(s) why. Who did Exelon hire as a lobbyist in regard to the same? What reports if any were prepared for Exelon?

**RESPONSE:**

A.

Exelon has not taken a formal position, nor did Exelon hire a lobbyist in regard to the same. No such reports exist.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 29**

29. Does Pepco support or oppose Senator Carper's bill, Incentivizing Offshore Wind Power Act? Please identify the reason(s) why. Who did Pepco hire as a lobbyist in regard to the same? What reports if any were prepared for Pepco?

**RESPONSE:**

A. PHI took no position on this legislation, nor did PHI hire a lobbyist in regard to the same. No such reports exist.

SPONSOR: PHI

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 30**

30. Please identify the total amount of tax credits that Exelon has claimed as a result of the wind PTC:

(a) Since its inception

(b) Since it began opposing the wind PTC.

**RESPONSE:**

A. Objection: Overly broad, unduly burdensome and irrelevant to the matters before the Delaware Commission. Generation and wholesale power issues are subject to the jurisdiction of the Federal Energy Regulatory Commission (“FERC”) and other regulatory entities and Federal taxation matters are subject to the jurisdiction of the Internal Revenue Service. While RPS compliance matters are within the jurisdiction of the Delaware Commission, the details requested in this interrogatory are irrelevant to RPS compliance by Delmarva Power, irrelevant to the matters before the Delaware Commission in this docket, outside the jurisdiction of the Commission, and would be overly broad and unduly burdensome. Without waiving any objection, the Joint Applicants respond as follows:

(a) Since its inception: Exelon has claimed approximately \$132 million as a result of the federal wind PTC since the inception of that credit (1992 through 2013). Exelon has taken \$1.5 million of state wind PTCs during that period.

(b) Since it began opposing the wind PTC: See response to part (a)

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 31**

31. Please identify the total amount of tax credits that Exelon estimates it will be able to claim as a result of the wind PTC in the future based on:

- (a) Existing wind projects
- (b) Wind projects under development

**CONFIDENTIAL RESPONSE:**

A. This response is Confidential and can be found in the Confidential portion of the Delaware Discovery Data Room.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 32**

32. Has Exelon had any meetings or communications with US EPA regarding the proposed Clean Power Plant rule? If so, please identify and provide a detailed description of those communications, including any communication regarding structuring the final rule to protect the profitability of Exelon's nuclear power plant assets.

**RESPONSE:**

A.

Objection: Overly broad, unduly burdensome and irrelevant to the matters before the Delaware Commission. Generation and wholesale power issues are subject to the jurisdiction of the Federal Energy Regulatory Commission ("FERC") and other regulatory entities and matters regulated by the EPA are subject to its jurisdiction. While RPS compliance matters are within the jurisdiction of the Delaware Commission, the details requested in this interrogatory are irrelevant to RPS compliance by Delmarva Power, irrelevant to the matters before the Delaware Commission in this docket, outside the jurisdiction of the Commission, and would be overly broad and unduly burdensome. The details requested in this interrogatory are confidential. Without waiving any objection, the Joint Applicants respond as follows:

Exelon has met with EPA on several occasions itself and as part of other groups to support EPA in its requirement to implement the Clean Power Rule as directed by the Supreme Court.

In meetings, Exelon stressed that its fleet provides around the clock, emissions-free energy that performs during all weather conditions, including times of severe weather like the polar vortex. While EPA's proposed rule appropriately recognized the critical role of existing nuclear plants in enabling the U.S. to meet carbon reduction goals, the nuclear crediting mechanism needs to be improved to achieve EPA's intended objective. As it finalizes this regulation, Exelon's view is that EPA should treat zero-carbon resources the same and ensure states do not double-count these resources. Exelon looks forward to working with EPA and key stakeholders in the coming months as the rule is finalized.

SPONSOR: Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 33**

33. Does Pepco contend that Delmarva Power & Light will be able to meet the reliability commitments that are proposed in this docket if the merger does not occur?

(a) If the answer is anything other than an unqualified “Yes,” explain the basis for the response

(b) If the answer is anything other than an unqualified “Yes,” what Systems Average Interruption Disruption Index (SAIDI) within the Delaware operational area could be met by 2020 using the metrics proposed by Exelon?

**RESPONSE:**

(a) The reliability commitments that are proposed in this docket only apply if the merger is both approved and consummated. Accordingly, if the merger does not occur, as the question proposes, then the reliability commitments proposed as part of the merger do not apply.

(b) See response to (a).

SPONSOR: William M. Gausman

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 34**

34. What is the direct value to Delmarva customers of:
- (a) The reliability improvement projects already announced by Pepco and/or underway
  - (b) The reliability commitments proposed by Exelon

**RESPONSE:**

A. The Joint Applicants object to this data request in general on grounds that it is outside of the scope of the issues for which Dr. Firestone was granted intervention status in this docket.

Without waiving any objection, the Joint Applicants respond as follows:

- (a) The Joint Applicants have not performed any calculations of the dollar “*direct value to Delmarva customers of reliability improvement projects already announced by Pepco and/or underway.*”
- (b) Please see Exhibit SFT-5 to the Direct Testimony of Dr. Susan F. Tierney, which provides the value of enhancing reliability commitments to customers of Delmarva.

SPONSOR: William M. Gausman / Dr. Susan F. Tierney

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 35**

35. With regard to the direct testimony of Dr. Tierney, p. 7, do you contend that Exelon and PHI did not need to submit the change in control of PHI to the jurisdiction of the Commission?

(a) If the answer is anything other than an unqualified “No,” explain the basis for the response.

(b) If the answer is anything other than an unqualified “No,” quantify the benefit to Delmarva Power & Light customers.

**RESPONSE:**

A. The Joint Applicants’ object to this request on grounds that it seeks a legal conclusion. Without waiving any objection, the Joint Applicants respond as follows: No, based on Dr. Tierney’s understanding from Exelon/PHI counsel.

SPONSOR: Dr. Susan F. Tierney

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 36**

36. With regard to the direct testimony of Dr. Tierney, p. 8, explain how “maintaining” a local presence benefits Delmarva customers over what would result in the absence of Exelon’s acquisition of PHI.

**RESPONSE:**

A. Dr. Tierney understands that in the absence of the merger, it might be possible for Delmarva to change its local presence in Delaware. That is the basis on which she stated that there is a benefit for Delaware, in the form of expectation of continuation of a local presence. Otherwise, she cannot forecast what may occur in the absence of the merger. Because of the difficulty in quantifying this benefit, Dr. Tierney has therefore not included the value of this commitment in her quantified benefits to Delaware, which is therefore conservative.

SPONSOR: Dr. Susan F. Tierney

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 37**

37. With regard to the direct testimony of Dr. Tierney, p. 8, explain how “honoring” existing collective bargaining contracts and other labor-related actions for at least the first two years is a benefit rather than a detriment over what would result in the absence of Exelon’s acquisition of PHI.

**RESPONSE:**

A. Dr. Tierney understands that in the absence of the merger, it might be possible that existing collective bargaining contracts (and other labor-related actions) may not be able to continue in place for all of the next two years. That is the basis on which she stated that there is a benefit for Delaware, in the form of expectation of continuation of existing labor agreements. Otherwise, she cannot forecast what may occur in the absence of the merger. Because of the difficulty in quantifying this benefit, Dr. Tierney has therefore not included the value of this commitment in her quantified benefits to Delaware, which is therefore conservative.

SPONSOR: Dr. Susan F. Tierney

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 38**

38. With regard to the direct testimony of Dr. Tierney, p. 8, explain how “retaining” low-income assistance programs benefits Delmarva customers over what would result in the absence of Exelon’s acquisition of PHI.

**RESPONSE:**

A. Dr. Tierney cannot forecast what may occur in the absence of the merger, although she is not aware of an existing commitment to retain low-income assistance programs. Because of the difficulty in quantifying the impacts of this new commitment associated with the proposed merger, she has not included the value of this commitment in her quantified benefits to Delaware, which is therefore conservative.

SPONSOR: Dr. Susan F. Tierney

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 39**

39. With regard to the direct testimony of Dr. Tierney, p. 8, explain how not seeking recovery of merger-related costs benefits Delmarva customers over what would result in the absence of Exelon's acquisition of PHI.

**RESPONSE:**

A. Although Dr. Tierney cannot forecast what may occur in the absence of the merger, she understands that over time, there will be synergy benefits associated with the merger and that such benefits will accrue to customers in the context of future rate cases. Nonetheless, because of the difficulty in quantifying this benefit, Dr. Tierney has not included the value of this commitment in her quantified benefits to Delaware, which is therefore conservative.

SPONSOR: Dr. Susan F. Tierney

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 40**

40. Identify each person you intend to call as a witness (expert or otherwise) in this proceeding.

**RESPONSE:**

A. Objection – asked and answered. See response to identical question previously proposed by this same intervener – Firestone Set 1 Q 27. Without waiving any objection, the Joint Applicants respond as follows: The Joint Applicants intend to call each witness that has provided written testimony in support of the Joint Application, subject to possible supplementation in accordance with the Scheduling Order.

SPONSOR: PHI / Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 NO. 41**

41. Identify each person, including natural person, who in a material way participated in, supplied information to, or assisted the person verifying the answers to or signing the answers to admissions, answers to the interrogatories and requests for production of documents, including those person(s) who have provided information for such answers and those persons who are sponsoring an answer, stating with specificity the answer(s) involved.

**RESPONSE:**

A. Objection: Overly broad, unduly burdensome and seeks information that is irrelevant. Without waiving any objection, see response Firestone Set 1 Q 28.

SPONSOR: PHI

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 DR 1**

**REQUESTS FOR PRODUCTION**

1. Produce all documents related to a response to the interrogatory requests.

**RESPONSE:**

A. Objection: Overly broad, unduly burdensome, seeks information that is irrelevant, vague and ambiguous and fails to identify with reasonable particularity the category of information requested. Without waiving any objection, see materials produced in response to various requests for production.

SPONSOR: PHI / Exelon Corporation

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO FIRESTONE  
SET 2 DR 2**

2. Produce a copy of the CV or resume of each person who is identified as the individual sponsoring pre-filed testimony and (b) a witness who is sponsoring pre-filed testimony but did not include a CV with the pre-filed testimony.

**RESPONSE:**

A. To the extent the extent the witnesses sponsoring pre-filed testimony are in possession of applicable CVs, they will be produced. To the extent no applicable CV exists, the prefiled testimony of each witness contains the background on each witness necessary for supporting the witness's testimony and the discovery process.

See Firestone Set 2 DR 2 Attachments 1-5.

SPONSOR: PHI / Exelon Corporation

## Exhibit C

**JOINT APPLICANTS  
DELAWARE PSC 14-193  
RESPONSE TO DNREC REQUEST NO. 7**

DNREC-7      Please provide any work papers, analyses or communications relating to the conclusion reached in support of the position that the Wind Production Tax Credit leads to “artificial pricing [that] also threatens to drive other reliable and clean competitors from the market.” Source:  
[http://www.exeloncorp.com/performance/policypositions/overview.aspx#section\\_1](http://www.exeloncorp.com/performance/policypositions/overview.aspx#section_1)

**RESPONSE:**

A.      Exelon’s position is clear that subsidized generation distorts the marketplace and does not place all generation resources on a level playing field. This position has been voiced in various public forums and is widely available. Exelon has been consistent that it opposes government subsidies for generation because they distort market signals. This has been found to be true in a number of studies and supported by a wide variety of industry experts, the following are examples:

- [http://www.hks.harvard.edu/hepg/Papers/2012/Negative Electricity Prices and the Production Tax Credit 0912.pdf](http://www.hks.harvard.edu/hepg/Papers/2012/Negative_Electricity_Prices_and_the_Production_Tax_Credit_0912.pdf)
- [http://www.competecoalition.com/files/State%20Subsidization%20of%20Electric%20Generating%20Plants\\_Final.pdf](http://www.competecoalition.com/files/State%20Subsidization%20of%20Electric%20Generating%20Plants_Final.pdf)
- [http://www.continentalecon.com/publications/cebp/Lesser PTC Report Final October-2012.pdf](http://www.continentalecon.com/publications/cebp/Lesser_PTC_Report_Final_October-2012.pdf)
- [http://www.exeloncorp.com/assets/newsroom/speeches/docs/speech TotalEnergy Gould\\_112013.pdf](http://www.exeloncorp.com/assets/newsroom/speeches/docs/speech_TotalEnergy_Gould_112013.pdf)

SPONSOR: Exelon Corporation

## Exhibit D



# Carim V. Khouzami

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## Position

Senior Vice President, Chief Integration Officer

## Profile

Carim V. Khouzami was named chief integration officer for the pending \$7 billion acquisition of Pepco Holdings, Inc. As chief integration officer, he is responsible for leading all integration activities, as well as serving as a key witness in each of the state regulatory processes.

## Professional History

Khouzami joined Constellation Energy in February 2005. He was appointed executive director, investor relations for Constellation Energy in 2009. During that time he managed the company's relationships with shareholders and analysts. In January 2010, he assumed the additional responsibility of leading the company's corporate financial planning and analysis activities. In January 2011, he was named chief financial officer and treasurer of BGE. In this position, he oversaw the treasury, financial planning and analysis, and accounting functions for the utility.

In February 2010, Khouzami was named #1 Investor Relations Professional in the Utilities Sector by *Institutional Investor Magazine*. In 2014, Khouzami was recognized by *Baltimore Business Journal* as one of the top chief financial officers in the Baltimore area.

Prior to joining Constellation Energy, Khouzami held financial positions at Bear, Stearns & Co. Inc., primarily focusing on mergers and acquisitions and financing transactions within the financial institutions and insurance sectors.

## Civic Involvement

Khouzami serves as member of the boards of directors of Port Discovery and the Baltimore Urban Debate League, and on the finance committee of the Calvert School in Baltimore.

## Education

Khouzami earned a bachelor's degree in economics and communications studies from Vanderbilt University, and a master's degree in business administration from Columbia University.

## Family

Khouzami is married with two children.